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Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**DEBTORS' FORTY-FIFTH OMNIBUS OBJECTION TO CLAIMS
(DISALLOWANCE OF CERTAIN CLAIMS THAT WERE FULLY SATISFIED
POSTPETITION AND MODIFICIATION OF CERTAIN
CLAIMS THAT WERE PARTIALLY SATISFIED POSTPETITION)**

The debtors and debtors in possession in the above-
captioned cases (collectively, the "Debtors"),¹ hereby file

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia,

their Forty-Fifth Omnibus Objection to Claims (Disallowance of Certain Claims that were Fully Satisfied Postpetition and Modification of Certain Claims that were Partially Satisfied Postpetition) (the "Objection"), and hereby move this Court, pursuant to sections 105, 502 and 503 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (as amended, the "Bankruptcy Code"), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Local Bankruptcy Rule 3007-1, for an order, the proposed form of which is attached hereto as Exhibit A, granting the relief sought by this Objection, and in support thereof states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Objection under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory and legal predicates for the relief requested herein are Bankruptcy Code sections

Inc. (2821), Circuit City Proper ties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc.(6796), Sky Venture Corp. (0311), PRAHS, Inc.(n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address was 9950 Mayland Drive, Richmond, Virginia 23233 and currently is 4951 Lake Brook Drive, Glen Allen, Virginia 23060.

105, 502 and 503, and Rule 3007 of the Bankruptcy Rules.

BACKGROUND

2. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code.

3. The Debtors continue to manage and operate their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.

4. On November 12, 2008, the Office of the United States Trustee for the Eastern District of Virginia appointed a statutory committee of unsecured creditors (the "Creditors' Committee"). To date, no trustee or examiner has been appointed in these chapter 11 cases.

5. On November 12, 2008, the Court appointed Kurtzman Carson Consultants LLC ("KCC") as claims, noticing and balloting agent for the Debtors in these chapter 11 cases pursuant to 28 U.S.C. § 156(c).

6. On December 10, 2008, the Court entered that certain Order Pursuant to Bankruptcy Code Sections 105 and 502 and Bankruptcy Rules 2002, 3003(c)(3), and 9007 (I) Setting General Bar Date and Procedures for Filing Proofs of Claim; and (II) Approving Form and Manner of Notice Thereof (Docket No. 890) (the "Claims Bar Date Order").

7. Pursuant to the Claims Bar Date Order, the deadline for filing all "claims" (as defined in 11 U.S.C. § 105(5)) arising before November 10, 2008 against the Debtors by any non-governmental entity was 5:00 p.m. (Pacific) on January 30, 2009 (the "General Bar Date"). The deadline for governmental units to file claims that arose before November 10, 2009 was 5:00 p.m. (Pacific) on May 11, 2009 (the "Governmental Bar Date"). Pursuant to the Claims Bar Date Order, this Court approved the form and manner of the claims bar date notice, which was attached as Exhibit A to the Claims Bar Date Order (the "Claims Bar Date Notice").

8. On December 17 and 19, 2008, KCC served a copy of the Claims Bar Date Notice on all parties who filed notices of appearance pursuant to Bankruptcy Rule 2002, all of the Debtors' scheduled creditors in these cases, the Debtors' equity holders, and certain other parties (Docket No. 1314). In addition, the Debtors published the Claims Bar Date Notice in The Wall Street Journal (Docket No. 1395) and The Richmond Times-Dispatch (Docket No. 1394).

9. On January 16, 2009, the Court authorized the Debtors, among other things, to conduct going out of business sales at the Debtors' remaining 567 stores pursuant to an agency agreement (the "Agency Agreement") between the

Debtors and a joint venture, as agent (the "Agent"). On January 17, 2009, the Agent commenced going out of business sales pursuant to the Agency Agreement at the Debtors remaining stores. As of March 8, 2009, the going out of business sales at the Debtors' remaining stores had been completed.

10. On April 1, 2009, this Court entered an Order Establishing Omnibus Objection Procedures and Approving the Form and Manner of Notice of Omnibus Objections (Docket No. 2881) (the "Omnibus Objection Procedures Order").

11. On May 15, 2009, the Court entered that certain Order Pursuant to Bankruptcy Code Sections 105 and 503 and Bankruptcy Rules 2002 and 9007 (I) Setting Administrative Bar Date and Procedures for Filing and Objecting to Administrative Expense Requests and (II) Approving Form and Manner of Notice Thereof (Docket No. 3354) (the "Administrative Claims Bar Date Order").

12. Pursuant to the Administrative Claims Bar Date Order, the deadline for filing all "Administrative Expenses" (as defined in the Administrative Claims Bar Date Order) against the Debtors by any person or entity was 5:00 p.m. (Pacific) on June 30, 2009 (the "Administrative Claims Bar Date"). Pursuant to the Claims Bar Date Order, this Court

approved the form and manner of the claims bar date notice, which was attached as Exhibit A to the Administrative Claims Bar Date Order (the "Administrative Claims Bar Date Notice").

13. On or before May 22, 2009, KCC served a copy of the Administrative Claims Bar Date Notice on all parties who filed notices of appearance pursuant to Bankruptcy Rule 2002, all of the Debtors' scheduled creditors in these cases, the Debtors' equity holders, and certain other parties (Docket Nos. 3397 and 4609). In addition, the Debtors published the Administrative Claims Bar Date Notice in The Financial Times (Docket No. 3970), and The Richmond Times-Dispatch (Docket No. 3969) and The Wall Street Journal (Docket No. 3968).

OBJECTIONS TO CLAIMS

14. By this Objection, the Debtors seek entry of an order, in substantially the form annexed as Exhibit A, pursuant to Bankruptcy Code sections 105(a) and 502 and Bankruptcy Rule 3007, disallowing the claims listed on Exhibit C attached hereto and modifying the claims listed on Exhibit D attached hereto. The basis for the disallowance of the claims listed on Exhibit C attached hereto is that all of the claims (the "Fully Satisfied Claims") were fully

satisfied after the Petition Date. The basis for the modification of the claims listed on Exhibit D attached hereto is that a portion of the claim was satisfied after the Petition Date (the "Partially Satisfied Claims," and together with the Fully Satisfied Claims, the "Claims"). For ease of reference, attached as Exhibit B is an alphabetical listing of all claimants (the "Claimants") whose Claims are included in this Objection, with a cross-reference by claim number.

BASIS FOR RELIEF

15. The Claims were either paid by the Debtors after the Petition Date or waived as part of lease termination or assumption and assignment agreement. Consequently, the Debtors contend that all of their obligations with respect to the Claims have been satisfied, and the Debtors do not owe any additional obligations on account of the Fully Satisfied Claims and the portion of the Partially Satisfied Claims identified on Exhibit D. Accordingly, the Debtors request that the Fully Satisfied Claims identified on Exhibit C be disallowed and the Partially Satisfied Claims identified on Exhibit D be modified as set forth on Exhibit D.

16. At this time, the Debtors have not completed their

review of the validity of all claims and expenses filed against their estates, including the Claims. Accordingly, the Claims may be the subject of additional subsequently filed objections. To that end, the Debtors reserve the right to further object to any and all claims, whether or not the subject of this Objection, for allowance, voting, and/or distribution purposes, and on any other grounds. Furthermore, the Debtors reserve the right to modify, supplement and/or amend this Objection as it pertains to any Claim or Claimant herein.

RESERVATION OF RIGHTS

17. As noted above, the Debtors reserve their rights to file objections to the Claims at a later time on any grounds that bankruptcy or non-bankruptcy law permits. The Debtors likewise reserve the right to modify, supplement and/or amend this Objection as it pertains to any Claim or Claimant herein.

NOTICE AND PROCEDURE

18. Notice of this Objection has been provided to all Claimants with Claims that are the subject to this Objection as identified on Exhibit B, and to parties-in-interest in accordance with the Court's Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007,

and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (Docket No. 130) (the "Case Management Order"). The Debtors submit that the following methods of service upon the Claimants should be deemed by the Court to constitute due and sufficient service of this Objection: (a) service in accordance with Bankruptcy Rule 7004 and the applicable provisions of Federal Rule of Civil Procedure 4; (b) to the extent counsel for a Claimant is not known to the Debtors, by first class mail, postage prepaid, on the signatory of the Claimant's proof of claim form or other representative identified in the proof of claim form or any attachment thereto; or (c) by first class mail, postage prepaid, on any counsel that has appeared on the Claimant's behalf in the Debtors' bankruptcy cases. The Debtors are serving the Claimant with this Objection and the exhibit on which the Claimant's claim is listed.

19. To the extent any Claimant timely files and properly serves a response to this Objection by **4:00 p.m. on October 27, 2009** as required by the Case Management Order and under applicable law, and the parties are unable to otherwise resolve the Objection, the Debtors request that the Court conduct a status conference with respect to any

such responding claimant at 11:00 a.m. on November 3, 2009 and thereafter schedule the matter for a future hearing as to the merits of such claim.² However, to the extent any Claimant fails to timely file and properly serve a response to this Objection as required by the Case Management Order and applicable law, the Debtors request that the Court enter an order, substantially in the form attached hereto as Exhibit A, disallowing the Fully Satisfied Claims set forth on Exhibit C attached hereto and modifying the Partially Satisfied Claims set forth on Exhibit D, for all purposes in these bankruptcy cases.

**COMPLIANCE WITH BANKRUPTCY RULE 3007 AND
THE OMNIBUS OBJECTION PROCEDURES ORDER**

20. This Objection complies with Bankruptcy Rule 3007(e). Additionally, the Debtors submit that this Objection is filed in accordance with the Omnibus Objection Procedures Order.

WAIVER OF MEMORANDUM OF LAW

21. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in the Motion, the Debtors request that the requirement that all

² In accordance with the Omnibus Objection Procedures Order, claimants who respond to the Objection do not need to appear at the status conference.

motions be accompanied by a written memorandum of law be waived.

NO PRIOR RELIEF

22. No previous request for the relief sought herein has been made to this Court or any other court.

WHEREFORE, the Debtors request the Court to enter an Order sustaining this Objection and granting such other and further relief as the Court deems appropriate.

Dated: Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER &
September 21, 2009 FLOM, LLP
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- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley .
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Douglas M. Foley (VSB No. 34364)
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Counsel for Debtors and Debtors
in Possession

EXHIBIT A

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Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**ORDER SUSTAINING DEBTORS' FORTY-FIFTH
OMNIBUS OBJECTION TO CLAIMS
(DISALLOWANCE OF CERTAIN CLAIMS THAT WERE FULLY SATISFIED
POSTPETITION AND MODIFICIATION OF CERTAIN
CLAIMS THAT WERE PARTIALLY SATISFIED POSTPETITION)**

THIS MATTER having come before the Court on the
Debtors' Forty-Fifth Omnibus Objection to Claims
(Disallowance of Certain Claims that were Fully Satisfied

Postpetition and Modification of Certain Claims that were Partially Satisfied Postpetition) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C attached to the Objection be disallowed for those reasons set forth in the Objection and the claims specifically identified on Exhibit D to the Objection be modified for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the Claimants being affected by this Order; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein, are forever disallowed for all purposes in these bankruptcy cases.

3. The Claims identified on Exhibit B as attached hereto and incorporated herein, are modified for all purposes in these bankruptcy cases.

Dated: Richmond, Virginia
_____, 2009

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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- and -

/s/ Douglas M. Foley
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Richmond, Virginia 23219
(804) 775-1000

Counsel to the Debtors
and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

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Debtors' Forty-Fifth Omnibus Objection to Claims (Paid in Full & Partially Satisfied)

In re: Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

Exhibit B - Claimants and Related Claims Subject To Forty-Fifth Omnibus Objection to Claims

Claim Holder	Claim	Exhibit
36 MONMOUTH PLAZA INC	9374	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
3725 AIRPORT BOULEVARD LP	4175	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
502 12 86TH STREET LLC	14292	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
AAC CROSS COUNTY MALL LLC	14046	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
AAC CROSS COUNTY MALL LLC	14441	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
BASSER KAUFMAN 312 LLC	12507	EXHIBIT D - (PARTIALLY SATISFIED LIABILITY) - MODIFIED
BLOOMINGDALE COURT	14497	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
BOULEVARD ASSOCIATES A DEBTOR IN POSSESSION SDNY 0911977	13139	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
BURBANK MALL ASSOCIATES LLC	4371	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
CAROUSEL CENTER COMPANY LP	12298	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
CAROUSEL CENTER COMPANY LP	3731	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
CC HAMBURG NY PARTNERS LLC	12818	EXHIBIT D - (PARTIALLY SATISFIED LIABILITY) - MODIFIED
CONGRESSIONAL NORTH ASSOCIATES LIMITED PARTNERSHIP	13174	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
COTTONWOOD CORNERS PHASE V LLC	13100	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
CROSSWAYS FINANCIAL ASSOCIATES LLC	13138	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DDR CROSSROADS CENTER LLC	13561	EXHIBIT D - (PARTIALLY SATISFIED LIABILITY) - MODIFIED
DDR MDT CARILLON PLACE LLC	13557	EXHIBIT D - (PARTIALLY SATISFIED LIABILITY) - MODIFIED
DDR MDT GRANDVILLE MARKETPLACE LLC	12444	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DDR MDT MONACA TOWNSHIP MARKETPLACE LLC	10054	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DDR SOUTHEAST HIGHLANDS RANCH	9934	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DDRTC COLUMBIANA STATION I LLC	9933	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DDRTC CREEKS AT VIRGINIA CENTER LLC	9923	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DDRTC SYCAMORE COMMONS LLC	9931	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
DEVELOPERS DIVERSIFIED REALTY CORPORATION	13454	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
FOREST CITY COMMERCIAL MANAGEMENT INC	11155	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
FOREST CITY COMMERCIAL MANAGEMENT INC	11157	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
FOREST CITY COMMERCIAL MANAGEMENT INC	11615	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
FOREST CITY COMMERCIAL MANAGEMENT INC	11965	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
FOREST CITY COMMERCIAL MANAGEMENT INC	11966	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
GSII GREEN RIDGE LLC	8332	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
LA HABRA IMPERIAL LLC	13637	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
MADISON WALDORF LLC	13099	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
MONTCLAIR PLAZA LLC	4373	EXHIBIT D - (PARTIALLY SATISFIED LIABILITY) - MODIFIED
PARKS AT ARLINGTON LP	13143	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
SANGERTOWN SQUARE LLC	3729	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
SAUGUS PLAZA ASSOCIATES	12510	EXHIBIT D - (PARTIALLY SATISFIED LIABILITY) - MODIFIED
SELIGSON PROPERTIES, STANLEY M	6592	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
SIR BARTON LLC	13177	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
SM NEWCO HATTIESBURG LLC	12455	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED

Debtors' Forty-Fifth Omnibus Objection to Claims (Paid in Full & Partially Satisfied)

In re: Circuit City Stores, Inc, et al.
Case No. 08-35653 (KRH)

Exhibit B - Claimants and Related Claims Subject To Forty-Fifth Omnibus Objection to Claims

Claim Holder	Claim	Exhibit
SM NEWCO HATTIESBURG LLC	8995	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
ST CLOUD ASSOCIATES	13165	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
WASHINGTON GREEN TIC	13169	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
WESTLAKE LIMITED PARTNERSHIP	1583	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED
WOODLAWN TRUSTEES INCORPORATED	13884	EXHIBIT C - (PAID IN FULL NO LIABILITY) - DISALLOWED

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
36 MONMOUTH PLAZA INC ROBERT W DREMLUK ESQ SEYFARTH SHAW LLP 620 EIGHTH AVE NEW YORK, NY 10018	9374	Secured: Priority: \$129,949.88 Administrative 503(b)(9): Unsecured: \$104,130.15 Reclamation: Total: \$234,080.03	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
3725 AIRPORT BOULEVARD LP STEPHEN K LEHNARDT LEHNARDT & LEHNARDT LLC 20 WESTWOODS DR LIBERTY, MO 64068	4175	Secured: Priority: Administrative \$22,068.55 503(b)(9): Unsecured: Reclamation: Total: \$22,068.55	01/21/2009	CIRCUIT CITY STORES, INC. (08-35653)
502 12 86TH STREET LLC C O SHEILA DELA CRUZ & MICHAEL P FALZONE HIRSCHLER FLEISHER PC THE EDGEWORTH BLDG 2100 E CARY ST RICHMOND, VA 23218-0500	14292	Secured: Priority: Administrative \$184,388.53 503(b)(9): Unsecured: Reclamation: Total: \$184,388.53	06/29/2009	CIRCUIT CITY STORES, INC. (08-35653)
AAC CROSS COUNTY MALL LLC ATTN JAMES S CARR ESQ & ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	14441	Secured: Priority: Administrative \$1,000.00 503(b)(9): Unsecured: Reclamation: Total: \$1,000.00	07/01/2009	CIRCUIT CITY STORES, INC. (08-35653)
AAC CROSS COUNTY MALL LLC ATTN JAMES S CARR ESQ & ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	14046	Secured: Priority: Administrative \$141,289.80 503(b)(9): Unsecured: Reclamation: Total: \$141,289.80	06/30/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
BLOOMINGDALE COURT ATTN PATTY SUMMERS C O SIMON PROPERTY GROUP 225 W WASHINGTON ST INDIANAPOLIS, IN 46204	14497	Secured: Priority: \$116,952.60 Administrative 503(b)(9): Unsecured: \$100.00 Reclamation: Total: \$117,052.60	07/16/2009	CIRCUIT CITY STORES, INC. (08-35653)
BOULEVARD ASSOCIATES A DEBTOR IN POSSESSION SDNY 0911977 C O STEPHEN WARSH 110 N WACKER DR BWSC 1 26 CHICAGO, IL 60606	13139	Secured: Priority: Administrative \$23,578.94 503(b)(9): Unsecured: Reclamation: Total: \$23,578.94	06/09/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
BURBANK MALL ASSOCIATES LLC C O STEPHEN WARSH GENERAL GROWTH PROPERTIES INC 110 N WACKER DR BSC 1 26 CHICAGO, IL 60606	4371	Secured: Priority: \$28,472.36 Administrative 503(b)(9): Unsecured: \$48,655.57 Reclamation: Total: \$77,127.93	01/20/2009	CIRCUIT CITY STORES WEST COAST, INC. (08-35654)
CAROUSEL CENTER COMPANY LP ATTN KEVIN M NEWMAN ESQ MENTER RUDIN & TRIVELPIECE PC 308 MALTBIE ST STE 200 SYRACUSE, NY 13204-1498	12298	Secured: Priority: Administrative \$61,986.02 503(b)(9): Unsecured: Reclamation: Total: \$61,986.02	04/16/2009	CIRCUIT CITY STORES, INC. (08-35653)
CAROUSEL CENTER COMPANY LP ATTN KEVIN M NEWMAN ESQ MENTER RUDIN & TRIVELPIECE PC 308 MALTBIE ST STE 200 SYRACUSE, NY 13204-1498	3731	Secured: Priority: Administrative \$58,914.56 503(b)(9): Unsecured: Reclamation: Total: \$58,914.56	01/13/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
CONGRESSIONAL NORTH ASSOCIATES LIMITED PARTNERSHIP MCNAMEE HOSEA ET AL CRAIG M PALIK ESQ 6411 IVY LN STE 200 GREENBELT, MD 20770 UNKNOWN	13174	Secured: Priority: Administrative \$62,030.77 503(b)(9): Unsecured: Reclamation: Total: \$62,030.77	04/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
COTTONWOOD CORNERS PHASE V LLC ATTN MICHAEL P FALZONE & SHEILA DELA CRUZ CO HIRSCHLER FLEISCHER PC THE EDGEWORTH BLDG 2100 E CARY ST POST OFFICE BOX 500 RICHMOND, VA 23218-0500	13100	Secured: Priority: Administrative \$30,495.51 503(b)(9): Unsecured: Reclamation: Total: \$30,495.51	01/13/2009	CIRCUIT CITY STORES, INC. (08-35653)
CROSSWAYS FINANCIAL ASSOCIATES LLC C O ANN K CRENSHAW ESQ AND PAUL K CAMPSER ESQ KAUFMAN & CANOLES 2101 PARKS AVE STE 700 VIRGINIA BEACH, VA 23451	13138	Secured: Priority: Administrative \$32,758.48 503(b)(9): Unsecured: Reclamation: Total: \$32,758.48	04/08/2009	CIRCUIT CITY STORES, INC. (08-35653)
DDR MDT GRANDVILLE MARKETPLACE LLC ATTN JAMES S CARR ESQ AND ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	12444	Secured: Priority: Administrative \$4,162.83 503(b)(9): Unsecured: Reclamation: Total: \$4,162.83	04/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
DDR MDT MONACA TOWNSHIP MARKETPLACE LLC ATTN JAMES S CARR ESQ ROBERT L LEHANE ESQ KELLEY DRYE & WARREN 101 PARK AVE NEW YORK, NY 10178	10054	Secured: Priority: Administrative \$21,554.19 503(b)(9): Unsecured: Reclamation: Total: \$21,554.19	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
DDR SOUTHEAST HIGHLANDS RANCH ATTN JAMES S CARR ESQ ROBERT L LEHANE ESQ KELLEY DRYE & WARREN 101 PARK AVE NEW YORK, NY 10178	9934	Secured: Priority: Administrative \$25,878.13 503(b)(9): Unsecured: Reclamation: Total: \$25,878.13	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
DDRTC COLUMBIANA STATION I LLC ATTN JAMES S CARR ESQ ATTN ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	9933	Secured: Priority: Administrative \$22,115.10 503(b)(9): Unsecured: Reclamation: Total: \$22,115.10	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
DDRTC CREEKS AT VIRGINIA CENTER LLC ATTN JAMES S CARR ESQ ATTN ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	9923	Secured: Priority: Administrative \$29,485.26 503(b)(9): Unsecured: Reclamation: Total: \$29,485.26	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
DDRTC SYCAMORE COMMONS LLC ATTN JAMES S CARR ESQ ROBERT L LEHANE ESQ KELLEY DRYE & WARREN 101 PARK AVE NEW YORK, NY 10178	9931	Secured: Priority: Administrative \$46,535.24 503(b)(9): Unsecured: Reclamation: Total: \$46,535.24	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
DEVELOPERS DIVERSIFIED REALTY CORPORATION ATTN ERIC C COTTON ASSOCIATE GENERAL COUNSEL 3300 ENTERPRISE PKWY BEACHWOOD, OH 44122	13454	Secured: Priority: Administrative \$23,490.04 503(b)(9): Unsecured: Reclamation: Total: \$23,490.04	06/19/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
FOREST CITY COMMERCIAL MANAGEMENT INC AGENT FOR FC JANES PARK LLC 50 PUBLIC SQ STE 1360 CLEVELAND, OH 44113	11965	Secured: Priority: Administrative \$34,447.67 503(b)(9): Unsecured: Reclamation: Total: \$34,447.67	03/26/2009	CIRCUIT CITY STORES, INC. (08-35653)
FOREST CITY COMMERCIAL MANAGEMENT INC AGENT FOR FC JANES PARK LLC 50 PUBLIC SQ STE 1360 CLEVELAND, OH 44113	11155	Secured: Priority: Administrative \$6,433.65 503(b)(9): Unsecured: Reclamation: Total: \$6,433.65	02/20/2009	CIRCUIT CITY STORES, INC. (08-35653)
FOREST CITY COMMERCIAL MANAGEMENT INC AGENT FOR FC JANES PARK LLC 50 PUBLIC SQ STE 1360 CLEVELAND, OH 44113	11615	Secured: Priority: Administrative \$125.47 503(b)(9): Unsecured: Reclamation: Total: \$125.47	02/20/2009	CIRCUIT CITY STORES, INC. (08-35653)
FOREST CITY COMMERCIAL MANAGEMENT INC AGENT FOR LABURNUM INVESTMENT LLC 50 PUBLIC SQUARE SUITE 1360 CLEVELAND, OH 44113	11157	Secured: Priority: Administrative \$300.00 503(b)(9): Unsecured: Reclamation: Total: \$300.00	02/20/2009	CIRCUIT CITY STORES, INC. (08-35653)
FOREST CITY COMMERCIAL MANAGEMENT INC AGENT FOR STAPLETON NORTH TOWN LLC 50 PUBLIC SQ STE 1360 CLEVELAND, OH 44113	11966	Secured: Priority: Administrative \$24,036.48 503(b)(9): Unsecured: Reclamation: Total: \$24,036.48	03/26/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
GSII GREEN RIDGE LLC ATTN JAMES S CARR ESQ ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	8332	Secured: Priority: Administrative \$34,668.40 503(b)(9): Unsecured: Reclamation: Total: \$34,668.40	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
LA HABRA IMPERIAL LLC AUGUSTUS C EPPS JR ESQ CHRISTIAN & BARTON LLP 909 E MAIN ST STE 1200 RICHMOND, VA 23219-3095	13637	Secured: Priority: Administrative \$85,257.38 503(b)(9): Unsecured: Reclamation: Total: \$85,257.38	06/26/2009	CIRCUIT CITY STORES, INC. (08-35653)
MADISON WALDORF LLC C O MITCHELL B WEITZMAN ESQ BEAN KINNEY & KORMAN 2300 WILSON BLVD 7TH FL ARLINGTON, VA 22201	13099	Secured: Priority: Administrative \$22,948.20 503(b)(9): Unsecured: Reclamation: Total: \$22,948.20	12/23/2008	CIRCUIT CITY STORES, INC. (08-35653)
PARKS AT ARLINGTON LP C O STEPHEN WARSH 110 N WACKER DR BWSC 1 26 CHICAGO, IL 60606	13143	Secured: Priority: Administrative \$32,443.48 503(b)(9): Unsecured: Reclamation: Total: \$32,443.48	06/09/2009	CIRCUIT CITY STORES, INC. (08-35653)
SANGERTOWN SQUARE LLC ATTN KEVIN M NEWMAN ESQ MENTER RUDIN & TRIVELPIECE PC 308 MALTBIE ST STE 200 SYRACUSE, NY 13204-1498	3729	Secured: Priority: \$13,024.34 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$13,024.34	01/13/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
SELIGSON PROPERTIES, STANLEY M 444 CONNECTICUT AVENUE LLC 605 W AVE 2ND FL NORWALK, CT 06850	6592	Secured: Priority: Administrative \$54,809.16 503(b)(9): Unsecured: \$1,040,966.84 Reclamation: Total: \$1,095,776.00	01/28/2009	CIRCUIT CITY STORES, INC. (08-35653)
SIR BARTON LLC TROY N NICHOLS WYATT TARRANT & COMBS LLP 250 W MAIN ST STE 1600 LEXINGTON, KY 40507 UNKNOWN	13177	Secured: Priority: Administrative \$44,242.24 503(b)(9): Unsecured: Reclamation: Total: \$44,242.24	05/04/2009	CIRCUIT CITY STORES, INC. (08-35653)
SM NEWCO HATTIESBURG LLC ATTN JAMES S CARR & ROBERT L LEHANE KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	12455	Secured: Priority: Administrative \$26,533.76 503(b)(9): Unsecured: Reclamation: Total: \$26,533.76	04/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
SM NEWCO HATTIESBURG LLC ATTN JAMES S CARR & ROBERT L LEHANE KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	8995	Secured: Priority: Administrative \$25,628.61 503(b)(9): Unsecured: Reclamation: Total: \$25,628.61	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
ST CLOUD ASSOCIATES C O ADAM M SPENCE ESQ THE LAW OFFICES OF SPENCE AND BUCKLER PC PO BOX 20369 BALTIMORE, MD 21204	13165	Secured: Priority: Administrative \$85,994.61 503(b)(9): Unsecured: Reclamation: Total: \$85,994.61	04/23/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT C

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
WASHINGTON GREEN TIC C O JEREMY S FRIEDBERG & GORDON S YOUNG LEITESS LEITESS FREIDBERG & FEDDER PC 1 CORPORATE CENTER 10451 MILL RUN CIRCLE STE 1000 OWINGS MILLS, MD 21117	13169	Secured: Priority: Administrative \$189,053.63 503(b)(9): Unsecured: Reclamation: Total: \$189,053.63	04/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
WESTLAKE LIMITED PARTNERSHIP TIMOTHY J HOWARD HOWARD & HOWARD ATTORNEYS PC 211 FULTON ST STE 600 PEORIA, IL 61602	1583	Secured: Priority: \$25,000.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$25,000.00	12/11/2008	CIRCUIT CITY STORES, INC. (08-35653)
WOODLAWN TRUSTEES INCORPORATED MICHAEL P FALZONE & SHEILA DE LA CRUZ HIRSCHLER FLEISCHER PC PO BOX 500 RICHMOND, VA 23218-0500	13884	Secured: Priority: Administrative \$63,437.87 503(b)(9): Unsecured: Reclamation: Total: \$63,437.87	06/29/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 38 \$3,029,344.30

* "UNL" denotes an unliquidated claim.

EXHIBIT D

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*	CLAIM AS MODIFIED
<p>Claim: 12507 Date Filed: 04/30/2009 Docketed Total: \$759,453.43 Filing Creditor Name and Address: BASSER KAUFMAN 312 LLC ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$759,453.43 BASSER KAUFMAN 312 LLC ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$38,020.89 \$721,432.54</p>	<p>Case Number: 08-35653 Modified Total: \$721,432.54</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$0.00 \$721,432.54</p>
<p>Claim: 12818 Date Filed: 04/30/2009 Docketed Total: \$399,745.60 Filing Creditor Name and Address: CC HAMBURG NY PARTNERS LLC GIBBONS PC 1 GATEWAY CTR NEWARK, NJ 07102-5310</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$399,745.60 CC HAMBURG NY PARTNERS LLC GIBBONS PC 1 GATEWAY CTR NEWARK, NJ 07102-5310</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$41,132.16 \$358,613.44</p>	<p>Case Number: 08-35653 Modified Total: \$358,613.44</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$0.00 \$358,613.44</p>
<p>Claim: 13561 Date Filed: 06/19/2009 Docketed Total: \$11,629.51 Filing Creditor Name and Address: DDR CROSSROADS CENTER LLC KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$11,629.51 DDR CROSSROADS CENTER LLC KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$11,629.51</p>	<p>Case Number: 08-35653 Modified Total: \$4,162.83</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$4,162.83</p>
<p>Claim: 13557 Date Filed: 06/19/2009 Docketed Total: \$80,568.23 Filing Creditor Name and Address: DDR MDT CARILLON PLACE LLC KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178</p>	<p>Claim Holder Name and Address Case Number: 08-35653 Docketed Total: \$80,568.23 DDR MDT CARILLON PLACE LLC KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$80,568.23</p>	<p>Case Number: 08-35653 Modified Total: \$59,151.60</p> <p><u>503(b)(9)</u> <u>Reclamation</u> <u>Admin</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> \$59,151.60</p>

* "UNL" denotes an unliquidated claim.

EXHIBIT D					
CLAIM TO BE MODIFIED	CLAIM AS DOCKETED*				
Claim: 4373 Date Filed: 01/20/2009 Docketed Total: \$77,652.59 Filing Creditor Name and Address: MONTCLAIR PLAZA LLC GENERAL GROWTH PROPERTIES INC 110 N WACKER DR BSC 1 26 CHICAGO, IL 60606	<div> <div>Claim Holder Name and Address</div> <div>Case Number: 08-35654</div> <div>Docketed Total: \$77,652.59</div> <div> <div>MONTCLAIR PLAZA LLC</div> <div>GENERAL GROWTH PROPERTIES INC</div> <div>110 N WACKER DR BSC 1 26</div> <div>CHICAGO, IL 60606</div> </div> <div> <div>503(b)(9)</div> <div>Reclamation</div> <div>Admin</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>\$24,252.90</div> <div>\$53,399.69</div> </div> </div>				
Claim: 12510 Date Filed: 04/30/2009 Docketed Total: \$599,466.74 Filing Creditor Name and Address: SAUGUS PLAZA ASSOCIATES ROBERT L LEHANE ESQ KELLEY DRYE & WARREN LLP 101 PARK AVE NEW YORK, NY 10178	<div> <div>Claim Holder Name and Address</div> <div>Case Number: 08-35653</div> <div>Docketed Total: \$599,466.74</div> <div> <div>SAUGUS PLAZA ASSOCIATES</div> <div>ROBERT L LEHANE ESQ</div> <div>KELLEY DRYE & WARREN LLP</div> <div>101 PARK AVE</div> <div>NEW YORK, NY 10178</div> </div> <div> <div>503(b)(9)</div> <div>Reclamation</div> <div>Admin</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>\$43,583.20</div> <div>\$555,883.54</div> </div> </div>				
	<div> <div>Total Claims To Be Modified: 6</div> <div>Total Amount As Docketed: \$1,928,516.10</div> <div>Total Amount As Modified: \$1,240,343.30</div> </div>				

* "UNL" denotes an unliquidated claim.